

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
MARSHALL DIVISION**

PHOENIX LICENSING, L.L.C. AND  
LPL LICENSING, L.L.C.

Plaintiffs,

VS.

ALLIANCE DATA SYSTEMS CORPORATION,  
ET AL.

Defendants.

NO. 2:11-CV-286-MHS-RSP

Jury Trial Demanded

**JOINT MOTION TO DISMISS ALLIANCE PARTIES  
PURSUANT TO SETTLEMENT AGREEMENT**

Pursuant to Federal Rule of Civil Procedure 41(a), Plaintiffs Phoenix Licensing, L.L.C. and LPL Licensing, L.L.C. (collectively “Plaintiffs”) and Defendants Alliance Data Systems Corporation, ADS Alliance Data Systems, Inc., World Financial Capital Bank (now Comenity Capital Bank), World Financial Capital Credit Company, LLC, WFN Credit Company, LLC, and World Financial Network National Bank (now Comenity Bank) (collectively “Alliance Parties”) file this motion to dismiss the Alliance Parties Pursuant to a Settlement Agreement and would respectfully show as follows:

The Plaintiffs and Alliance Parties jointly request that all claims asserted by Plaintiffs against the Alliance Parties and all counterclaims asserted by the Alliance Parties against the Plaintiffs be dismissed with prejudice in accordance with the proposed order being filed concurrently with this motion, that the Court shall retain jurisdiction to enforce the settlement agreement and that each party bear its own costs and attorneys’ fees.

June 26, 2013

Respectfully submitted,

/s/ John J. Edmonds

John J. Edmonds – LEAD COUNSEL  
Texas State Bar No. 00789758  
Andrew P. Tower  
Texas Bar No. 786291  
COLLINS, EDMONDS POGORZELSKI  
SCHLATHER & TOWER, PLLC  
1616 S. Voss Rd., Suite 125  
Houston, Texas 77057  
Telephone: (281) 501-3425  
Facsimile: (832) 415-2535  
jedmonds@cepiplaw.com  
atower@cepiplaw.com

Charles van Cleef  
Texas Bar No. 786305  
COOPER & VAN CLEEF, PLLC  
500 N Second St.  
Longview, TX 75601  
(903) 248-8244  
(903) 248-8249 fax  
charles@coopervancleef.com

ATTORNEYS FOR PLAINTIFFS  
PHOENIX LICENSING, L.L.C. and  
LPL LICENSING, L.L.C.

-and-

/s/ Fred I. Williams

Fred I. Williams – LEAD COUNSEL  
State Bar No. 00794855  
fwilliams@akingump.com  
AKIN GUMP STRAUSS HAUSER & FELD LLP  
300 West 6th Street, Suite 1900  
Austin, Texas 78701  
Telephone: 512.499.6200  
Facsimile: 512.499.6290

Todd E. Landis  
State Bar No. 24030226  
tlandis@akingump.com

Eric J. Klein  
State Bar No. 24041258  
eklein@akingump.com  
Kellie M. Johnson  
State Bar No. 24070003  
kmjohnson@akingump.com  
AKIN GUMP STRAUSS HAUER & FELD LLP  
1700 Pacific Avenue, Suite 4100  
Dallas, Texas 75201  
214.969.2800 Direct  
214.969.4343 Fax

ATTORNEYS FOR ALLIANCE PARTIES

### **CERTIFICATE OF SERVICE**

I hereby certify that all counsel of record who are deemed to have consented to electronic service are being served with a copy of this document via the Court's CM/ECF system per Local Rule CV-5(a)(3).

June 26, 2013

Respectfully Submitted,

/s/ John J. Edmonds  
John J. Edmonds

### **CERTIFICATE OF CONFERENCE**

I hereby certify that I conferred with counsel for the Alliance Parties on June 26, 2013, and all parties agree to the relief sought by this motion.

June 26, 2013

Respectfully Submitted,

/s/ John J. Edmonds  
John J. Edmonds